



**BURLINGTON NORTHERN RAILROAD** 361

LAW DEPARTMENT

3800 Continental Plaza  
777 Main Street  
Ft. Worth, Texas 76102

(817) 878-2385  
Docket No. SLSF 74977

FEDERAL EXPRESS

March 23, 1990

RECORDATION NO. 8571-C FILED MAR 23

MAR 26 1990 -11 55 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations  
Interstate Commerce Commission  
Room 2303  
Twelfth and Constitution Ave., N.W.  
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road Numbers  
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 8571 on November 16, 1976.

The names and addresses of the parties to the transaction are:

Agent: The Boatmen's National Bank of St. Louis  
510 Locust Street  
St. Louis, Missouri 63101

Vendee: Burlington Northern Railroad Company  
3800 Continental Plaza  
777 Main Street  
Fort Worth, Texas 76102

Ms. Mildred R. Lee  
March 23, 1990  
Page 2


A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 8571, recorded on November 16, 1976).

Very truly yours,

A handwritten signature in cursive script that reads "Rebecca R. Martin".

Rebecca R. Martin  
Legal Assistant


RRM/sd/100.29  
Enclosures

VERIFICATION


RECORDATION NO. 8411-C FILED 0428  
MAR 26 1990 -11 55 AM  
INTERSTATE COMMERCE COMMISSION

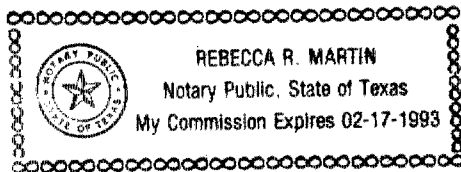
STATE OF TEXAS       )  
                              )  
COUNTY OF TARRANT   )     ss.

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.

  
Francis T. Kelly

Subscribed and sworn to before me  
this 23rd day of March, 1990.

  
Notary Public in and for  
the State of Texas



8411-C  
RECORDATION IC3 FILED 1429

MAR 26 1990 -11 55 AM

ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY  
CONDITIONAL SALE AGREEMENT AND  
AGREEMENT AND ASSIGNMENT (No. 95)  
INTERSTATE COMMERCE COMMISSION

Dated November 15, 1976

By and Between

THE BOATMEN'S NATIONAL BANK OF ST. LOUIS,  
Agent

and

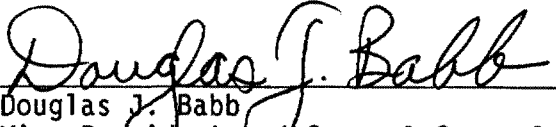
ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY  
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

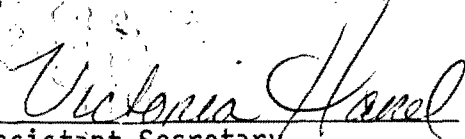
Pursuant to Article 7 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY

  
Douglas J. Babb  
Vice President and General Counsel

ATTEST:

  
Assistant Secretary

74977  
ICC 8571  
91/14

Previous SLSF Number

New BN Number

DIESEL ELECTRIC LOCOMOTIVES (20 Total)

459

2314

460

2601

461 - 478

2316 - 2333

STATE OF TEXAS       )  
                              ) ss  
COUNTY OF TARRANT   )

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca R. Martin  
Notary Public in and for the  
State of Texas

